

Call Sign	Service Type	Market
WPWI986	Common Carrier Fixed Point-to-Point Microwave	Minnesota 9 – Pipestone RSA
WMK807	Common Carrier Fixed Point-to-Point Microwave	Minnesota 10 – Le Sueur RSA
WMK811	Common Carrier Fixed Point-to-Point Microwave	Minnesota 10 – Le Sueur RSA
WPUQ768	Common Carrier Fixed Point-to-Point Microwave	Minnesota 10 – Le Sueur RSA
WPUR520	Common Carrier Fixed Point-to-Point Microwave	Minnesota 10 – Le Sueur RSA
WPOT756	Industrial/Business Pool	Minnesota 10 – Le Sueur RSA
WPOT757	Industrial/Business Pool	Minnesota 10 – Le Sueur RSA

SPECTRUM AGGREGATION

Cingular, through owned and controlled subsidiaries and/or entities in which it holds a non-controlling but attributable interest for spectrum aggregation purposes (*i.e.*, entities in which it holds a 10 percent or greater ownership interest), has access to 10 MHz or more of CMRS spectrum (through license(s), lease(s), or sublease(s)) in the same geographic area where it proposes to acquire the additional spectrum described in Exhibit 1 hereto. The resulting spectrum aggregation is summarized below.

Market Name (CMA)	Component Counties	State	Pre-Transaction Spectrum Holdings (MHz)	Spectrum Being Acquired (MHz)	Post-Transaction Spectrum Holdings (MHz)
Minnesota 7 – Chippewa (CMA488)	Chippewa	MN	0	30	30
	Kandiyohi	MN	0	30	30
	McLeod	MN	20	25	45
	Meeker	MN	20	25	45
	Nicollet	MN	10	25	35
	Renville	MN	0	30	30
	Sibley	MN	10	25	35
Minnesota 8 – Lac qui Parle (CMA489)	Lac qui Parle	MN	10	45	55
	Lincoln	MN	0	30	30
	Lyon	MN	0	30	30
	Redwood	MN	10	25	35
	Yellow Medicine	MN	0	30	30
Minnesota 9 – Pipestone RSA (CAM490)	Brown	MN	10	25	35
	Cottonwood	MN	0	35	35
	Jackson	MN	0	25	25
	Martin	MN	10	25	35
	Murray	MN	0	35	35
	Nobles	MN	0	25	25

FCC FORM 603
EXHIBIT 2
PAGE 2 of 2

Market Name (CMA)	Component Counties	State	Pre-Transaction Spectrum Holdings (MHz)	Spectrum Being Acquired (MHz)	Post-Transaction Spectrum Holdings (MHz)
Minnesota 10 – Le Seur (CMA491)	Pipestone	MN	0	35	35
	Rock	MN	0	25	25
	Watonswan	MN	10	25	35
	Blue Earth	MN	10	25	35
	Faribault	MN	10	25	35
	Freeborn	MN	15	25	40
	Le Sueur	MN	10	25	35
	Rice	MN	20	25	45
	Steele	MN	20	25	45
	Waseca	MN	10	25	35
Minnesota 11 – Goodhue (CMA492)	Dodge	MN	15	25	40 ¹
	Fillmore	MN	15	25	40
	Goodhue	MN	20	25	45
	Houston	MN	10	25	35
	Mower	MN	15	25	40
	Wabasha	MN	15	25	40
	Winona	MN	10	25	35 ²

Spectrum Included/Excluded. In conducting the overlap analysis in the above table, Cingular has included the spectrum holdings or operations pursuant to lease agreements of all entities in which they hold a 10 percent-or-greater interest as reported on their respective Forms 602.

Source. The information contained in the above tables is from the FCC's Universal Licensing System ("ULS") database.

¹ Cingular operates in portions of this county on the cellular B-block pursuant to an extension agreement, and will acquire additional B-block spectrum in other parts of this county as a result of the transaction. In order to avoid double-counting this spectrum, it is accounted for solely in the column labeled "Spectrum Being Acquired (MHz)."

² *Id.*

STATUS OF CMRS COMPETITION IN TRANSACTION MARKETS

☐ Carriers with Constructed Facilities

Market (Market#)	Cellular-A	Cellular-B	PCS-A	PCS-B	PCS-C	PCS-D	PCS-E	PCS-F	ESMR
MN 7 – Chippewa RSA (CMA488)	WWC Hold. (A)	Midwest Wir. (A)	WirelessCo (S)	T-Mobile Lic. (T) WWC Hold. (A)	Carroll Wir. Cook Inlet Edge Mobile (C) Midwest Wir. (A) Redwood Wir.	Cellco Part. (V) New Cingular (C) VZW VAW (V)	New Cingular (C) WWC Hold. (A)	Midwest Wir. (A) Redwood Wir. VZW VAW (V)	
MN 8 – Lac qui Parle RSA (CMA489)	WWC Hold. (A)	Midwest Wir. (A)	Brookings Mun. WirelessCo (S)	T-Mobile Lic. (T) WWC Hold. (A)	Midwest Wir. (A) Redwood Wir.	Cellco Part. (V) New Cingular (C) VZW VAW (V) WWC Hold. (A)	Blue Lic. (C) WWC Hold. (A)	Midwest Wir. (A) Redwood Wir. WWC Hold. (A)	
MN 9 – Pipestone RSA (CMA490)	WWC Hold. (A)	Midwest Wir. (A)	WirelessCo (S)	T-Mobile Lic. (T) WWC Hold. (A)	Midwest Wir. (A) Redwood Wir.	New Cingular (C) WWC Hold. (A)	Midwest Wir. (A) WWC Hold. (A)	Midwest Wir. (A) LL Lic. Hold. WWC Hold. (A)	Sprint-Nextel (S)
MN 10 – Le Seur RSA (CMA491)	WWC Hold. (A)	Midwest Wir. (A)	WirelessCo (S)	T-Mobile Lic. (T)	Carroll Wir. Cook Inlet Edge Mobile (C) Midwest Wir. (A) New Cingular (C) Redwood Wir.	New Cingular (C) Nsighttel Wir. VZW VAW (V)	New Cingular (C) WWC Hold. (A)	Midwest Wir. (A) USCOC Roch. (U) VZW VAW (V)	Sprint-Nextel (S)
MN 11 – Goodhue RSA (CMA492)	Great Western (A)	Midwest Wir. (A)	WirelessCo (S)	T-Mobile Lic. (T) VZW Person. (V)	Airadigm Carroll Wir. Cook Inlet Edge Mobile (C) Midwest Wir. (A) New Cingular (C)	Cellco Part. (V) Cricket Reauc. (L) Nsighttel Wir. VZW VAW (V)	New Cingular (C) WWC Hold. (A)	Skagit Wir. USCOC Roch. (U) VZW VAW (V)	Sprint-Nextel (S)

Key: A = Alltel; C = Cingular; L = Leap; S = Sprint/Nextel; T = T-Mobile; U = U.S. Cellular; and V = Verizon

The chart assumes Commission approval of the applications to transfer control of Midwest Wireless Holdings, L.L.C. to ALLTEL and to transfer control of Great Western Cellular Holdings, L.L.C. to ALLTEL.

Authorized Carriers in the CMA. The market boundaries for Major Trading Areas (MTAs) (used for assigning A & B block PCS licenses) and Metropolitan Statistical Areas (MSAs) and Rural Service Areas (RSAs) (used for assigning A & B block cellular licenses) do not coincide exactly with the boundaries of BTAs. An MTA will often consist of multiple BTAs, MSAs, and RSAs, and a BTA may consist of portions of multiple MSAs and RSAs. Therefore, a license assigned for an MTA, MSA, or RSA may be noted in multiple BTAs. Also, while more than one licensee may be listed in the cellular (A or B) column for a particular BTA, there are typically no more than two authorized cellular carriers (one A and one B block carrier) operating within any given area in the BTA. Further, given that large carriers often operate through subsidiaries that hold licenses, the available Form 602 ownership information listed for the authorized licensees has been reviewed to the extent practicable to determine the ultimate parent operating entity. SMR operators were identified by reviewing the coverage information available on the website for Sprint Nextel, *i.e.*, known SMR operators that provide nationwide and regional coverage. Finally, this table lists only licensed facilities-based carriers, not resellers.

Constructed Facilities. If there are multiple carriers listed within a license block within a particular BTA, the block is filled in as "constructed" if any one of the carriers licensed for that block has notified the Commission that its initial construction requirements have been satisfied. With the exception of the ESMR licenses held by Sprint Nextel, the identification of carriers that have constructed their facilities is based on a review of the available coverage maps and other information obtained in the ULS. Sprint Nextel's ESMR coverage information was obtained from Sprint Nextel's website.

Sources. The information contained in the above chart is based on a search of the cellular and broadband PCS licensing records in the FCC's ULS database and the following web site: Sprint Nextel, *see* www.nextel.com/services/coverage/index.shtml.

**FCC 602
Main Form**

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

Approved by OMB

3060 - 0799

See instructions for
Public burden estimate
Submitted

04/21/2006 at 2:49 PM

File Number:

0002579868

Filing Type

1a) <input type="checkbox"/> Current Filing	<input checked="" type="checkbox"/> Proposed Filing
1b) Is the purpose of this filing to report cellular cross-ownership holdings required pursuant to section 1.919 of the Commission's Rules? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes', provide an exhibit with this filing that identifies the Rural Service Area market(s) involved, as well as the cellular licensee of which the filer has acquired direct or indirect ownership interest of 10% or greater.	

Filer Information

2) First Name (if individual):	MI:	Last Name:	Suffix:
3) Filer Name (if entity): Alltel Corporation		4) FCC Registration Number (FRN): 2942159	

5) Contact Information

Name and Address: Glenn S Rabin ALLTEL Corporation PO BOX 601 Pennsylvania Avenue, NW Washington, DC 20004	Telephone Number: 202-783-3976 Fax Number: 202-783-3982 E-mail Address: glenn.s.rabin@alltel.com
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Related FCC Regulated Businesses of Filer

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Accucom Telecommunications, Inc.	Telecommunications	0001856145	100.00
ALLTEL Alabama, Inc.	Telecommunications	0004966594	100.00
ALLTEL Arkansas, Inc.	Telecommunications	0001729060	100.00
ALLTEL Carolina, Inc.	Telecommunications	0004967634	100.00
ALLTEL Cellular Associates of Arkansas Limited Partnership	Telecommunications	0001723410	100.00
ALLTEL Central Arkansas Cellular Limited Partnership	Telecommunications	0001722008	55.45
ALLTEL Communications of Arkansas RSA #12 Cellular Limited Partnership	Telecommunications	0003803004	80.00
ALLTEL Communications of LaCrosse Limited Partnership	Telecommunications	0004549143	95.00
ALLTEL Communications of Michigan RSA #4, Inc.	Telecommunications	0003802808	100.00
ALLTEL Communications of Michigan RSA #6 Cellular L.P.	Telecommunications	0001712876	99.00
ALLTEL Communications of Michigan RSAs, Inc.	Telecommunications	0001713247	100.00
ALLTEL Communications of Mississippi RSA #2, Inc.	Telecommunications	0004548020	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
ALLTEL Communications of Mississippi RSA #6, Inc.	Telecommunications	0004082558	100.00
ALLTEL Communications of Mississippi RSA #7, Inc.	Telecommunications	0003802774	100.00
ALLTEL Communications of Nebraska, Inc.	Telecommunications	0002377869	100.00
ALLTEL Communications of New Mexico, Inc.	Telecommunications	0003935434	100.00
ALLTEL Communications of North Arkansas Cellular Limited Partnership	Telecommunications	0006156814	88.00
ALLTEL Communications of North Carolina Limited Partnership	Telecommunications	0001773001	81.95
ALLTEL Communications of North Louisiana Cellular Limited Partnership	Telecommunications	0003803061	100.00
ALLTEL Communications of Ohio No. 3, Inc.	Telecommunications	0005598297	100.00
ALLTEL Communications of Pine Bluff, LLC	Telecommunications	0003922234	100.00
ALLTEL Communications of Saginaw MSA L.P.	Telecommunications	0004251179	92.70
ALLTEL Communications of Southern Michigan Cellular Limited Partnership	Telecommunications	0004887600	98.00
ALLTEL Communications of Southwest Arkansas Cellular Limited Partnership	Telecommunications	0003740495	100.00
ALLTEL Communications of Texas Limited Partnership	Telecommunications	0001683341	100.00
ALLTEL Communications of the Midwest, Inc.	Telecommunications	0004986147	100.00
ALLTEL Communications of the Southwest Limited Partnership	Telecommunications	0001590165	100.00
ALLTEL Communications of Virginia No. 1, Inc.	Telecommunications	0001934488	100.00
ALLTEL Communications of Virginia, Inc.	Telecommunications	0002841385	100.00
ALLTEL Communications, Inc.	Telecommunications	0001720101	100.00
ALLTEL Florida, Inc.	Telecommunications	0004967360	100.00
ALLTEL Georgia Communications Corp.	Telecommunications	0004967030	100.00
ALLTEL Georgia, Inc.	Telecommunications	0004967030	100.00
ALLTEL Kansas Limited Partnership	Telecommunications	0006155212	100.00
ALLTEL Kentucky, Inc.	Telecommunications	0004967816	100.00
ALLTEL Mississippi, Inc.	Telecommunications	0004967774	100.00
ALLTEL Missouri RSA No. 14 Limited Partnership	Telecommunications	0002533636	100.00
ALLTEL Missouri, Inc.	Telecommunications	0004965992	100.00

6a) <i>Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):</i>	6b) <i>Principal Business:</i>	6c) <i>FCC Registration Number (FRN):</i>	6d) <i>Percent of Interest Held:</i>
ALLTEL Nebraska, Inc.	Telecommunications	0004966099	100.00
ALLTEL New York, Inc.	Telecommunications	0004967055	100.00
ALLTEL Newco LLC	Telecommunications	0012284394	100.00
ALLTEL Northern Arkansas RSA Limited Partnership	Telecommunications	0001721083	51.00
ALLTEL Ohio Limited Partnership	Telecommunications	0003579422	100.00
ALLTEL Ohio, Inc.	Telecommunications	0004967600	100.00
ALLTEL Oklahoma, Inc.	Telecommunications	0004967790	100.00
ALLTEL Pennsylvania, Inc.	Telecommunications	0004967683	100.00
ALLTEL South Carolina, Inc.	Telecommunications	0004967014	100.00
ALLTEL Wireless Holdings, LLC	Telecommunications	0003803483	100.00
ALLTEL Wireless of Alexandria, LLC	Telecommunications	0004968285	100.00
ALLTEL Wireless of Michigan RSA #1 and RSA #2, Inc.	Telecommunications	0004524096	100.00
ALLTEL Wireless of Mississippi RSA #5, LLC	Telecommunications	0004547303	100.00
ALLTEL Wireless of North Louisiana, LLC	Telecommunications	0005783048	100.00
ALLTEL Wireless of Wisconsin RSA #3, LLC	Telecommunications	0014865976	0.00
Appleton Oshkosh Neenah MSA, LP d/b/a ALLTEL	Telecommunications	0004152963	100.00
Arkansas 11 RSA Newco, LLC	Telecommunications	0014372197	100.00
Cellular Mobile Systems of Michigan RSA No. 7 Limited Partnership d/b/a ALLTEL	Telecommunications	0006156806	57.07
Celutel of Biloxi, Inc. d/b/a ALLTEL	Telecommunications	0003985272	96.45
Central Florida Cellular Telephone Company, Inc.	Telecommunications	0002840775	100.00
Charleston-North Charleston MSA Limited Partnership d/b/a ALLTEL	Telecommunications	0002531291	75.00
Eau Claire Cellular Telephone Limited Partnership d/b/a ALLTEL	Telecommunications	0005763990	100.00
Fayetteville MSA Limited Partnership d/b/a ALLTEL	Telecommunications	0001840255	89.90
Georgia ALLTEL Telecom, Inc.	Telecommunications	0004967741	100.00
Georgia RSA No. 12 Limited Partnership d/b/a ALLTEL	Telecommunications	0001838143	100.00
Georgia RSA No. 8 Limited Partnership d/b/a ALLTEL	Telecommunications	0001838069	33.33

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Georgia Telephone Corporation	Telecommunications	0004967840	100.00
GTE Mobilenet of South Texas Limited Partnership	Telecommunications	0003579406	11.37
GTE Mobilenet of Texas RSA #17 Limited Partnership	Telecommunications	0003293941	17.02
ID Holding, LLC	Telecommunications	0014034417	100.00
Illinois Valley Cellular RSA 2-II Partnership	Telecommunications	0004823480	40.00
Jackson Cellular Telephone Co. Inc. d/b/a ALLTEL	Telecommunications	0003985371	96.33
Kentucky ALLTEL, Inc.	Telecommunications	0005095856	100.00
KIN Network	Telecommunications	0004966065	100.00
Las Cruces Cellular Telephone Company d/b/a ALLTEL	Telecommunications	0003299963	94.58
Michigan RSA #9 Limited Partnership d/b/a ALLTEL	Telecommunications	0001712918	44.38
Minford Cellular Telephone Company	Telecommunications	0003012663	100.00
Missouri RSA No. 15 Limited Partnership d/b/a ALLTEL	Telecommunications	0002533610	71.00
Missouri RSA No. 2 Partnership d/b/a ALLTEL	Telecommunications	0001837327	50.00
Missouri RSA No. 4 Partnership d/b/a ALLTEL	Telecommunications	0001837343	47.50
MobileTel, LLC	Telecommunications	0001714617	100.00
Modoc RSA Limited Partnership	Telecommunications	0002967776	25.00
MVI Corp. d/b/a ALLTEL	Telecommunications	0001580547	100.00
New York Newco Subsidiary, Inc. d/b/a ALLTEL	Telecommunications	0005391230	100.00
North Carolina RSA No. 15 Cellular Partnership d/b/a ALLTEL	Telecommunications	0001721828	50.00
North Carolina RSA No. 5 Cellular Partnership d/b/a ALLTEL	Telecommunications	0001721802	50.00
Northwest Arkansas RSA Limited Partnership d/b/a ALLTEL	Telecommunications	0001837178	51.00
Northwest Missouri Cellular Limited Partnership	Telecommunications	0002534618	31.22
Ohio RSA #3 Limited Partnership d/b/a ALLTEL	Telecommunications	0002151413	75.00
Ohio RSA 2 Limited Partnership d/b/a ALLTEL	Telecommunications	0002837094	78.31
Ohio RSA 5 Limited Partnership	Telecommunications	0002837110	78.75
Ohio RSA 6 Limited Partnership d/b/a ALLTEL	Telecommunications	0002837136	82.47

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Oklahoma ALLTEL, Inc.	Telecommunications	0004966552	100.00
Oklahoma RSA No. 4 South Limited Partnership d/b/a ALLTEL	Telecommunications	0001720127	77.78
Pascagoula Cellular Partnership d/b/a ALLTEL	Telecommunications	0004524211	93.19
Petersburg Cellular Partnership d/b/a ALLTEL	Telecommunications	0004516381	92.96
Pittsfield Cellular Telephone Company	Telecommunications	0003290418	23.80
Radiofone, Inc. d/b/a ALLTEL	Telecommunications	0001720218	100.00
Raleigh-Durham MSA Limited Partnership d/b/a ALLTEL	Telecommunications	0002531218	100.00
RCTC Wholesale Corporation	Telecommunications	0001746957	100.00
South Carolina RSA No. 2 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0002836971	50.00
South Carolina RSA No. 3 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0001721950	50.00
South Carolina RSA No. 4 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0002836328	50.00
South Carolina RSA No. 5 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0002836302	50.00
South Carolina RSA No. 6 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0002836286	50.00
South Carolina RSA No. 7 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0001721935	50.00
South Carolina RSA No. 8 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0002836997	50.00
South Carolina RSA No. 9 Cellular General Partnership d/b/a ALLTEL	Telecommunications	0004252417	50.00
Standard Telephone Company	Telecommunications	0004207239	100.00
Sugar Land Telephone Company	Telecommunications	0004967337	100.00
Televue, Inc.	Cable Television	0004982302	100.00
Texas 11B Limited Partnership d/b/a ALLTEL	Telecommunications	0004175246	60.05
Texas 7B2 Limited Partnership d/b/a ALLTEL	Telecommunications	0002837037	97.50
Texas ALLTEL, Inc.	Telecommunications	0004967808	100.00
Texas RSA 8 East Limited Partnership	Telecommunications	0004544748	14.29
The ALLTEL Illinois Limited Partnership	Telecommunications	0002841617	100.00
The Western Reserve Telephone Company	Telecommunications	0004967691	100.00
Toledo MSA Limited Partnership d/b/a ALLTEL	Telecommunications	0002531259	100.00

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
Trinet, Inc.	Telecommunications	0007666571	100.00
Tucson 21 Cellular Limited Partnership Cellular One	Telecommunications	0004977815	100.00
Tyler/Longview/Marshall MSA Limited Partnership d/b/a ALLTEL	Telecommunications	0002845253	60.00
UC/PTC Wisconsin, LLC	Telecommunications	0014853972	100.00
Utah RSA 6 Limited Partnership	Telecommunications	0001607241	20.00
Virginia 10 RSA Limited Partnership	Telecommunications	0002056943	33.00
Virginia Cellular LLC	Telecommunications	0004644894	100.00
Virginia RSA 2 Limited Partnership d/b/a ALLTEL	Telecommunications	0006147607	71.26
Western CLEC Corporation	Telecommunications	0001735919	100.00
Wisconsin RSA #1 Limited Partnership d/b/a ALLTEL	Telecommunications	0005224746	42.21
Wisconsin RSA #2 Limited Partnership d/b/a ALLTEL	Telecommunications	0006492631	99.00
Wisconsin RSA #3 Limited Partnership	Telecommunications	0002706372	85.71
Wisconsin RSA #6 Limited Partnership d/b/a ALLTEL	Telecommunications	0005225859	71.43
Wisconsin RSA #7 Limited Partnership d/b/a ALLTEL	Telecommunications	0004162160	22.83
Wisconsin RSA No. 4 Limited Partnership	Telecommunications	0002703890	25.00
Wisconsin RSA No. 8 Limited Partnership d/b/a ALLTEL	Telecommunications	0004082681	87.61
Wisconsin RSA-10 Limited Partnership	Telecommunications	0002698892	22.41
WWC Holding Co., Inc.	Telecommunications	0001569235	100.00
WWC License Holding LLC	Telecommunications	0014028856	100.00
WWC License L.L.C.	Telecommunications	0001565167	100.00
WWC Paging Corporation	Telecommunications	0001573278	100.00
WWC Texas Limited Partnership	Telecommunications	0001565563	100.00

6a) <i>Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):</i>	6b) <i>Principal Business:</i>	6c) <i>FCC Registration Number (FRN):</i>	6d) Percent of Interest Held:
Youngstown/Warren MSA Limited Partnership d/b/a ALLTEL	Telecommunications	0002531275	98.98

Signature

7) Typed or Printed Name of Party Authorized to Sign

First Name: Glenn	MI: S	Last Name: Rabin	Suffix:
Title: VP - Federal Communications Counsel			
Signature: Glenn S Rabin			Date: 4/21/2006
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Attachment(s):

Type	Description	Date Entered
O	<u>Relationship Description for DIH's 09/17/2001</u>	200109
O	<u>Relationship Description for DIH's 09/17/2001</u>	200308
O	<u>8/2/00 Ownership Filing</u>	200308
O	<u>10/4/99 Ownership filing</u>	200308
O	<u>06/01/99 Ownership filing</u>	200308

Filing Type

1a) ☒ Current Filing ☐ Proposed Filing

1b) Is the purpose of this filing to report cellular cross-ownership holdings required pursuant to section 1.919 of the Commission's Rules? ☐ Yes ☒ No

If 'Yes', provide an exhibit with this filing that identifies the Rural Service Area market(s) involved, as well as the cellular licensee of which the filer has acquired direct or indirect ownership interest of 10% or greater.

Filer Information

2) First Name (if individual):	MI:	Last Name:	Suffix:
3) Filer Name (if entity): CINGULAR WIRELESS LLC		4) FCC Registration Number (FRN): 4979233	

5) Contact Information

Name and Address: KELLYE E ABERNATHY CINGULAR WIRELESS LLC 5601 LEGACY, MS: A-3 PLANO, TX 75024	Telephone Number:
	469-229-7422
	Fax Number:
	469-229-7297
E-mail Address:	
KELLYE.E.ABERNATHY@CINGULAR.COM	

Related FCC Regulated Businesses of Filer

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
ABC WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0002048908	85.00
ACADIANA CELLULAR GENERAL PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837814	35.00
AN SUBSIDIARY, L.L.C.	PROVISION OF CMRS SERVICES	0008381139	38.20
ARKANSAS 11 RSA NEWCO, LLC	PROVISION OF CMRS SERVICES	0014372197	100.00
ARNAGE WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0006864722	85.00
BELLINGHAM CELLULAR PARTNERSHIP	PROVISION OF CMRS SERVICES	0004312559	98.15
BLOOMINGTON CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0001573328	94.51
BLUE LICENSES HOLDING, LLC	PROVISION OF CMRS SERVICES	0012362869	100.00
BLUE TEXAS LICENSES HOLDING, L.P.	PROVISION OF CMRS SERVICES	0012362885	100.00
BRADENTON CELLULAR PARTNERSHIP	PROVISION OF CMRS SERVICES	0004312591	96.39
BREMERTON CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312609	98.76
CAGAL CELLULAR COMMUNICATIONS CORPORATION	PROVISION OF CMRS SERVICES	0001803246	93.37

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
CASCADE WIRELESS, LLC	PROVISION OF CMRS SERVICES	0004318754	85.00
CCPR OF THE VIRGIN ISLANDS, INC.	PROVISION OF CMRS SERVICES	0004499034	47.00
CCPR PAGING, INC.	PROVISION OF CMRS SERVICES	0003476744	47.00
CCPR SERVICES, INC.	PROVISION OF CMRS SERVICES	0003473709	47.00
CHAMPAIGN CELLTELCO	PROVISION OF CMRS SERVICES	0004160537	98.90
CHATTANOOGA MSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001842723	92.01
CINCINNATI SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0004160842	65.87
CINGULAR AWS, LLC	APPLICANT FOR CMRS LICENSES	0014980726	100.00
CINGULAR WIRELESS OF GALVESTON, L.P.	PROVISION OF CMRS SERVICES	0010188589	87.35
CINGULAR WIRELESS OF TEXAS RSA #11 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0003294048	82.00
CINGULAR WIRELESS OF TEXAS RSA #16 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0003294006	91.61
CORDOVA WIRELESS	PROVISION OF CMRS SERVICES	0001567692	49.00
DECATUR RSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0004588455	89.80
EDGE MOBILE, LLC	PROVISION OF CMRS SERVICES	0012191813	85.00
EDGE WIRELESS LICENSES, LLC	PROVISION OF CMRS SERVICES	0004119483	35.70
FLORIDA RSA NO. 2B (INDIAN RIVER) LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837566	86.30
GEORGIA RSA NO. 3 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001836998	83.20
HOOD RIVER CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0001572924	95.49
HOUMA-THIBODAUX CELLULAR PARTNERSHIP	PROVISION OF CMRS SERVICES	0004547931	99.01
HOUSTON CELLULAR TELEPHONE COMPANY, L.P.	PROVISION OF CMRS SERVICES	0001842921	100.00
INDIANA ACQUISITION, L.L.C.	PROVISION OF CMRS SERVICES	0003571981	85.00
JACKSONVILLE MSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001842707	85.76
LAFAYETTE MSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001682509	51.00
LEWIS AND CLARK COMMUNICATIONS, L.L.C.	PROVISION OF CMRS SERVICES	0004318234	49.90
LONE STAR WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004643623	85.00
LOUISIANA RSA NO. 7 CELLULAR GENERAL PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837798	66.70

6a) Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):	6b) Principal Business:	6c) FCC Registration Number (FRN):	6d) Percent of Interest Held:
LOUISIANA RSA NO. 8 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837830	50.00
LUBBOCK SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001650787	75.65
MADISON SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0002842060	99.82
MCALLEN-EDINBURG-MISSION SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658467	77.50
MEDFORD CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0004312773	98.06
MELBOURNE CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312799	97.26
MILWAUKEE SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0002846293	98.79
MISSOURI RSA 11/12 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658418	50.00
MISSOURI RSA 8 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658442	90.00
MISSOURI RSA 9B1 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658426	70.00
NEW CINGULAR WIRELESS PCS, LLC	PROVISION OF CMRS SERVICES	0003291192	100.00
NEW CINGULAR WIRELESS SERVICES OF NEVADA, LLC	PROVISION OF CMRS SERVICES	0011499878	100.00
NEW CINGULAR WIRELESS SERVICES, INC.	PROVISION OF CMRS SERVICES	0004122032	100.00
NORTHEASTERN GEORGIA RSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837152	63.98
OCALA CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0001573492	95.76
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658392	62.00
OKLAHOMA RSA 3 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658376	74.00
OKLAHOMA RSA 9 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658368	63.20
OLYMPIA CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0004312807	96.13
ORANGE LICENSES HOLDING, LLC	PROVISION OF CMRS SERVICES	0012362919	100.00
ORANGE TEXAS LICENSES HOLDING, L.P.	PROVISION OF CMRS SERVICES	0012362927	100.00
ORLANDO SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001843036	100.00
PANTHER WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004884391	85.00
PINE BLUFF CELLULAR, INC.	PROVISION OF CMRS SERVICES	0001722271	97.24
PROVO CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312815	96.73
RENO CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312864	94.45

6a) <i>Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):</i>	6b) <i>Principal Business:</i>	6c) <i>FCC Registration Number (FRN):</i>	6d) <i>Percent of Interest Held:</i>
ROYAL WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004884540	85.00
SABRE WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004884375	85.00
SALEM CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312880	96.92
SALMON PCS LICENSEE LLC	PROVISION OF CMRS SERVICES	0007049935	79.32
SAN JUAN CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0003578069	47.00
SANTA BARBARA CELLULAR SYSTEMS, LTD.	PROVISION OF CMRS SERVICES	0004312898	95.43
SARASOTA CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312906	97.29
SOUTHWEST WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004643656	85.00
ST. CLOUD CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0001572742	91.60
ST. JOSEPH CELLTELCO	PROVISION OF CMRS SERVICES	0005005541	11.00
TELECORP COMMUNICATIONS, LLC	PROVISION OF CMRS SERVICES	0011499910	100.00
TEXAS RSA 18 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001666072	34.00
TEXAS RSA 19 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001666056	33.34
TEXAS RSA 20B1 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001665058	50.00
TEXAS RSA 6 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001665991	49.50
TEXAS RSA 7B1 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001666007	80.34
TEXAS RSA 9B1 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001666023	51.00
THC OF HOUSTON, INC.	PROVISION OF CMRS SERVICES	0002049575	85.00
THC OF MELBOURNE, INC.	PROVISION OF CMRS SERVICES	0002049559	85.00
THC OF ORLANDO, INC.	PROVISION OF CMRS SERVICES	0002049518	85.00
THC OF SAN DIEGO, INC.	PROVISION OF CMRS SERVICES	0004645750	85.00
THC OF TAMPA, INC.	PROVISION OF CMRS SERVICES	0002049534	85.00
TOPEKA CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0005068713	10.78
TOPEKA SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658632	81.05
TRITON LICENSE NEWCO, LLC	PROVISION OF CMRS SERVICES	0012052270	100.00
VISALIA CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312971	97.78

6a) <i>Name of all FCC-Regulated Businesses owned by Filer (use additional sheets, if necessary):</i>	6b) <i>Principal Business:</i>	6c) <i>FCC Registration Number (FRN):</i>	6d) <i>Percent of Interest Held:</i>
WIRELESS ACQUISITION, L.L.C.	PROVISION OF CMRS SERVICES	0003571833	85.00
ZUMA/LUBBOCK, INC.	PROVISION OF CMRS SERVICES	0003571858	85.00
ZUMA/ODESSA, INC.	PROVISION OF CMRS SERVICES	0003571874	85.00

Signature

7) Typed or Printed Name of Party Authorized to Sign

First Name: CAROL	MI: L	Last Name: TACKER	Suffix:
Title: VP-ASST. GEN. COUNSEL & CORP. SECRETARY			
Signature: CAROL L TACKER			Date: 5/24/2006
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).			

**FCC 602
Schedule A**

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

*Approved by OMB
3060 – 0799
See instructions for
Public burden estimate*

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): AT&T INC.		3) FCC Registration Number(FRN): 0005193701	
4) Disclosable Interest Holder's Address: 175 EAST HOUSTON SAN ANTONIO, TX 78205			
5) Type of Interest in Filer () (refer to Instructions for a list of codes): Indirect Ownership Interest in Filer Other: Voting	6) Disclosable Interest Holder is a (n): () (refer to instructions for list of codes): Corporation		7) Percent of Interest Held in Filer: 60.00
8) Disclosable Interest Holder's Type of Ownership () (refer to instructions for a list of codes): Common Stock: Voting		9) Disclosable Interest Holder's Country of Citizenship or Jurisdiction of Formation: United States, Delaware	

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if neccessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
ABC WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0002048908	100.00
ACADIANA CELLULAR GENERAL PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837814	35.00
ACC CORP.	TELECOMMUNICATIONS	0014553119	100.00

10a) Name and address of all <i>FCC-Regulated Businesses owned by</i> the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
ACC NATIONAL LONG DISTANCE CORP.	TELECOMMUNICATIONS	0011168424	100.00
ACC NATIONAL TELECOM COPR.	TELECOMMUNICATIONS	0013443718	100.00
ALASCOM, INC.	TELECOMMUNICATIONS	0001572676	100.00
AMERITECH ADVANCED DATA SERVICES OF ILLINOIS, INC.	PROVISION OF ADVANCED SERVICES	0007585383	100.00
AMERITECH ADVANCED DATA SERVICES OF INDIANA, INC.	PROVISION OF ADVANCED SERVICES	0007585508	100.00
AMERITECH ADVANCED DATA SERVICES OF MICHIGAN, INC.	PROVISION OF ADVANCED SERVICES	0007585607	100.00
AMERITECH ADVANCED DATA SERVICES OF OHIO, INC.	PROVISION OF ADVANCED SERVICES	0007585714	100.00
AMERITECH ADVANCED DATA SERVICES OF WISCONSIN, INC.	PROVISION OF ADVANCED SERVICES	0007585730	100.00
AMERITECH PAYPHONE SERVICES, INC.	PROVISION OF PUBLIC TELEPHONE SERVICE TO PRISONS	0007586175	100.00
AMERITECH PUBLISHING, INC.	DIRECTORY ASSISTANCE AND PUBLISHING	0004807954	100.00
AMERITECH SERVICES, INC.	PROVISION OF PURCHASING SERVICES TO AMERITECH OPERATING COS.	0007586290	100.00
AN SUBSIDIARY, L.L.C.	PROVISION OF CMRS SERVICES	0008381139	38.20
ARKANSAS 11 RSA NEWCO, LLC	PROVISION OF CMRS SERVICES	0014372197	100.00
ARNAGE WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0006864722	100.00
AT&T COMMUNICATIONS OF CALIFORNIA, INC.	TELECOMMUNICATIONS	0003301702	100.00
AT&T COMMUNICATIONS OF DELAWARE, LLC	TELECOMMUNICATIONS	0012838504	100.00
AT&T COMMUNICATIONS OF HAWAII, INC.	TELECOMMUNICATIONS	0014532501	100.00
AT&T COMMUNICATIONS OF ILLINOIS, INC.	TELECOMMUNICATIONS	0003301793	100.00
AT&T COMMUNICATIONS OF INDIANA, GP	TELECOMMUNICATIONS	0012838421	100.00

10a) Name and address of all <i>FCC-Regulated Businesses owned by</i> the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
AT&T COMMUNICATIONS OF MARYLAND, LLC	TELECOMMUNICATIONS	0012838512	100.00
AT&T COMMUNICATIONS OF MICHIGAN, INC.	TELECOMMUNICATIONS	0003301876	100.00
AT&T COMMUNICATIONS OF NEVADA, INC.	TELECOMMUNICATIONS	0003301959	100.00
AT&T COMMUNICATIONS OF NEW ENGLAND, INC.	TELECOMMUNICATIONS	0003301975	100.00
AT&T COMMUNICATIONS OF NEW YORK, INC.	TELECOMMUNICATIONS	0012838462	100.00
AT&T COMMUNICATIONS OF NJ, LP	TELECOMMUNICATIONS	0012838520	100.00
AT&T COMMUNICATIONS OF OHIO, INC.	TELECOMMUNICATIONS	0003301736	100.00
AT&T COMMUNICATIONS OF PENNSYLVANIA, LLC	TELECOMMUNICATIONS	0012838538	100.00
AT&T COMMUNICATIONS OF TEXAS, LP	TELECOMMUNICATIONS	0014531859	100.00
AT&T COMMUNICATIONS OF THE MIDWEST, INC.	TELECOMMUNICATIONS	0003301751	100.00
AT&T COMMUNICATIONS OF THE MOUNTAIN STATES, INC.	TELECOMMUNICATIONS	0003301892	100.00
AT&T COMMUNICATIONS OF THE PACIFIC NORTHWEST, INC.	TELECOMMUNICATIONS	0003301710	100.00
AT&T COMMUNICATIONS OF THE SOUTH CENTRAL STATES, LLC	TELECOMMUNICATIONS	0012838561	100.00
AT&T COMMUNICATIONS OF THE SOUTHERN STATES, LLC	TELECOMMUNICATIONS	0012838553	100.00
AT&T COMMUNICATIONS OF THE SOUTHWEST, INC.	TELECOMMUNICATIONS	0003301918	100.00
AT&T COMMUNICATIONS OF VIRGINIA, LLC	TELECOMMUNICATIONS	0012838546	100.00
AT&T COMMUNICATIONS OF WASHINGTON D.C., LLC	TELECOMMUNICATIONS	0012838488	100.00
AT&T COMMUNICATIONS OF WEST VIRGINIA, INC.	TELECOMMUNICATIONS	0003301785	100.00
AT&T COMMUNICATIONS OF WISCONSIN, LP	TELECOMMUNICATIONS	0012838454	100.00

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if neccessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
AT&T CORP.	TELECOMMUNICATIONS	0005937974	100.00
AT&T LABS, INC.	TELECOM. R&D; PROVISION OF TECH. CONSULT. SERV. TO SBC COS.	0004972956	100.00
AT&T MANAGEMENT SERVICES, L.P.	PROVISION OF MGT. & PERSONNEL SERVICES TO SBC AFFILIATES	0002534451	100.00
AT&T OF PUERTO RICO, INC.	TELECOMMUNICATIONS	0001731462	100.00
AT&T OF THE VIRGIN ISLANDS, INC.	TELECOMMUNICATIONS	0003464344	100.00
AT&T SERVICES, INC.	PROVISION OF SHARED SERVICES TO SBC AFFILIATES	0008644056	100.00
AT&T VIDEO SERVICES, INC.	PROVISION OF SATELLITE MASTER ANTENNA TELEVISION SERVICES	0007586480	100.00
AWACS, INC.	WIRELESS COMMUNICATIONS SERVICES	0010852523	100.00
BELLINGHAM CELLULAR PARTNERSHIP	PROVISION OF CMRS SERVICES	0004312559	98.15
BIZTEL, INC.	TELECOMMUNICATIONS	0003998978	100.00
BLOOMINGTON CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0001573328	94.51
BLUE LICENSES HOLDING, LLC	PROVISION OF CMRS SERVICES	0012362869	100.00
BLUE TEXAS LICENSES HOLDING, L.P.	PROVISION OF CMRS SERVICES	0012362885	100.00
BRADENTON CELLULAR PARTNERSHIP	PROVISION OF CMRS SERVICES	0004312591	96.39
BREMERTON CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312609	98.76
BRISTOL BAY CELLULAR PARTNERSHIP	WIRELESS TELECOMMUNICATIONS	0001568898	50.00
CAGAL CELLULAR COMMUNICATIONS CORPORATION	PROVISION OF CMRS SERVICES	0001803246	93.37
CASCADE WIRELESS, LLC	PROVISION OF CMRS SERVICES	0004318754	85.00
CCPR OF THE VIRGIN ISLANDS, INC.	PROVISION OF CMRS SERVICES	0004499034	100.00

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
CCPR PAGING, INC.	PROVISION OF CMRS SERVICES	0003476744	100.00
CCPR SERVICES, INC.	PROVISION OF CMRS SERVICES	0003473709	100.00
CHAMPAIGN CELLTELCO	PROVISION OF CMRS SERVICES	0004160537	98.90
CHATTANOOGA MSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001842723	92.01
CINCINNATI SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0004160842	65.87
CINGULAR AWS, LLC	APPLICANT FOR CMRS LICENSES	0014980726	100.00
CINGULAR WIRELESS LLC	PROVISION OF CMRS SERVICES	0004979233	60.00
CINGULAR WIRELESS OF GALVESTON, LP	PROVISION OF CMRS SERVICES	0010188589	100.00
CINGULAR WIRELESS OF TEXAS RSA #11 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0003294048	82.00
CINGULAR WIRELESS OF TEXAS RSA #16 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0003294006	91.61
CORDOVA WIRELESS	PROVISION OF CMRS SERVICES	0001567692	49.00
DECATUR RSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0004588455	89.80
EDGE MOBILE, LLC	PROVISION OF CMRS SERVICES	0012191813	85.00
EDGE WIRELESS LICENSES, LLC	PROVISION OF CMRS SERVICES	0004119483	35.70
FLORIDA RSA NO. 2B (INDIAN RIVER) LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837566	86.30
GEORGIA RSA NO. 3 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001836998	83.20
HOOD RIVER CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0001572924	95.49
HOUMA-THIBODAUX CELLULAR PARTNERSHIP	PROVISION OF CMRS SERVICES	0004547931	99.01
HOUSTON CELLULAR TELEPHONE COMPANY, L.P.	PROVISION OF CMRS SERVICES	0001842921	100.00

10a) Name and address of all <i>FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if neccessary)</i>	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
ILLINOIS BELL TELEPHONE COMPANY	PROVISION OF WIRELINE TELECOMMUNICATIONS SERVICES	0002860856	100.00
INDIANA ACQUISITION, L.L.C.	PROVISION OF CMRS SERVICES	0003571981	100.00
INDIANA BELL TELEPHONE COMPANY, INCORPORATED	PROVISION OF WIRELINE TELECOMMUNICATIONS SERVICES	0002904654	100.00
JACKSONVILLE MSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001842707	100.00
LAFAYETTE MSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001682509	51.00
LEWIS AND CLARK COMMUNICATIONS, L.L.C.	PROVISION OF CMRS SERVICES	0004318234	49.90
LONE STAR WIRELESS, L.L.C	PROVISION OF CMRS SERVICES	0004643623	100.00
LOUISIANA RSA NO. 7 CELLULAR GENERAL PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837798	66.70
LOUISIANA RSA NO. 8 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837830	50.00
LUBBOCK SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001650787	75.65
MADISON SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0002842060	99.82
MCALLEN-EDINBURG-MISSION SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658467	77.50
MEDFORD CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0004312773	98.06
MELBOURNE CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312799	97.26
MICHIGAN BELL TELEPHONE COMPANY	PROVISION OF WIRELINE TELECOMMUNICATIONS SERVICES	0002776771	100.00
MILWAUKEE SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0002846293	98.79
MISSOURI RSA 11/12 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658418	50.00
MISSOURI RSA 8 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658442	90.00
MISSOURI RSA 9B1 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658426	84.70

10a) Name and address of all FCC-Regulated Businesses owned by the Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary)	10b) Principle Business	10c) FCC Registration Number (FRN)	10d) Percent of Interest Held
NEVADA BELL TELEPHONE COMPANY	PROVISION OF WIRELINE TELECOMMUNICATIONS SERVICES	0001552173	100.00
NEW CINGULAR WIRELESS PCS, LLC	PROVISION OF CMRS SERVICES	0003291192	100.00
NEW CINGULAR WIRELESS SERVICES OF NEVADA, LLC	PROVISION OF CMRS SERVICES	0011499878	100.00
NEW CINGULAR WIRELESS SERVICES, INC.	PROVISION OF CMRS SERVICES	0004122032	100.00
NORTHEASTERN GEORGIA RSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001837152	63.98
OCALA CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0001573492	95.76
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658392	62.00
OKLAHOMA RSA 3 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658376	74.00
OKLAHOMA RSA 9 LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001658368	63.20
OLYMPIA CELLULAR TELEPHONE COMPANY, INC.	PROVISION OF CMRS SERVICES	0004312807	96.13
ORANGE LICENSES HOLDING, LLC	PROVISION OF CMRS SERVICES	0012362919	100.00
ORANGE TEXAS LICENSES HOLDING, L.P.	PROVISION OF CMRS SERVICES	0012362927	100.00
ORLANDO SMSA LIMITED PARTNERSHIP	PROVISION OF CMRS SERVICES	0001843036	100.00
PACIFIC BELL TELEPHONE COMPANY	PROVISION OF WIRELINE TELECOMMUNICATIONS SERVICES	0001551530	100.00
PANTHER WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004884391	100.00
PINE BLUFF CELLULAR, INC.	PROVISION OF CMRS SERVICES	0001722271	97.24
PROVO CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312815	96.73
RENO CELLULAR TELEPHONE COMPANY	PROVISION OF CMRS SERVICES	0004312864	94.45
ROYAL WIRELESS, L.L.C.	PROVISION OF CMRS SERVICES	0004884540	100.00